

**Montezuma County Hospital District Regular Board Meeting  
EMS Training Room  
March 13, 2024**

**Present:**

**Also Present:**

Brandon Johnson, Chairperson	Shirley Jones, SHS Chair (via Teams)	<b><u>Recorded by:</u></b>
Robert Dobry, Secretary/Treasurer	Rob Owens, SHS Plant Operations Dir	Bridgett Jabour, Secretary
Gala Pock, Director	Joe Theine, SHS CEO	
Sean Flaherty, Director	Shelle Diehm, SHS Interim CFO via Teams	<b><u>Excused/Absent:</u></b>
Bob Ower, Director		Kelly McCabe, MCHD Attorney
Bill Thompson, Vice-Chairperson	Bill Stroop, community member	Heidi Trainor, CPA
Orly Lucero, Director (via Teams)		
<b><u>Counsel:</u></b>		
Keenen Lovett, MCHD Attorney		

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
<b>Call to order</b>	MCHD Chair Brandon Johnson called the meeting to order at 6:00 pm.		
<b>Roll Call</b>	Roll was called for the Board by Robert Dobry, Scty/Treas for MCHD Board.		
<b>Public Comment</b>	None.		
<b>Changes to Agenda</b>	No changes.		
<b>Consent Agenda</b>	February 14, 2024 Regular Meeting Minutes Payment of Bills	It was moved and seconded to approve the consent agenda as presented. Motion: Gala Pock Second: Sean Flaherty Motion carried.	
<b><u>REPORTS and ACTION ITEMS</u></b>			
<b>SHS Board Report</b>	Shirley Jones, SHS Board Chair gave a Board Report:	If the Montezuma County Commissioners need to review and	

<p><b>SHS Operating Report – Joe Theine</b></p>	<p>SHS Legal Counsel John Brooks retired recently; new legal counsel Chris Adelman with Hall Render has been retained. He seems very competent and a good fit. The newly-resurrected Provider Recruiting Contracting and Retention Committee met today.</p> <p>Negotiations continue with Vectra Bank and the other banks in the 2016 Bond Syndicate is looking to change the days cash on hand covenant threshold from 80 to 60 days.</p> <p>SHS CEO Joe Theine reviewed the provider recruitment, nurse retention and enclosed metrics including volumes, capital expenses, employee of month, and other activities for the month. SHS is releasing its Annual Report for 2023, with a public presentation tomorrow, March 14<sup>th</sup> from 3:30-5pm. All board members are invited.</p> <p>The permanent CFO position has been offered and accepted by Adam Conley who comes from a critical access hospital in Texas. He has broad experience in both large and small health systems. He and his family will be moving to Cortez in the coming weeks, with Mr. Conley’s start date being the beginning of April.</p> <p>Mr. Theine advised of a situation that is affecting the days cash SHS is maintaining.</p> <p>Change Healthcare provides claim processing, because of cyber security event, claims processing is at a standstill. Having to work around and get the bill to payers. Has added significant manual processes and has slowed billing. We have 22 days’ worth of work that we have not been able to get out to the payer(s). It will take quite a while to get this resolved. We’ve alerted the banks that days cash has fallen below as we’ve not received payments for 2+ weeks so it has affected our threshold. 1 in 3 patients in the US is connected to Change Health so it has been very disruptive across the US. Services are slowly coming back online. SHS is looking to switch to a different vendor(s). The billing team is starting to get claims out the door; have had to move funds from investments to operating cash. We can apply for MCR Advanced payments of \$980k, the payers are going to work to process</p>	<p>approve the change to the covenants, Mr. Dobry advised that the Commissioners will need this presented to them at their work session prior to the Commissioner meeting in which it is requested to be approved.</p>	
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<p><b>SHS January 2024 Financial Report – Shelle Diehm</b></p>	<p>claims more timely. The new claims processor we're working with is anticipating they can provide 95% of the claims and this will automate improving the payments promptly.</p> <p>The January 2024 financials were reported by SHS Interim CFO Shelle Diehm. Highlights include:</p> <ul style="list-style-type: none"> <li>• Patient days is higher than budget as there were higher acuity patients. If you have a longer length of stay, more revenue dollars per admission.</li> <li>• EBIDA for January over prior year, and above budget. EBIDA \$592K. The income statement showed a net revenue of \$156K. January ended with 82.8 Days cash on hand, with new 6 months rolling average.</li> <li>• Additional detail regarding Change Healthcare is that SHS is not getting EOB's electronically so the staff have to manually key all items in an EOB. Tracking all expenses related to this for future insurance claims or other funds that might be available to help mitigate the loss to the health system related to this event.</li> </ul> <p>Statement of cash flows reviewed, operational analysis, 13-week cash projection, schedule of debt payments were reviewed.</p>		
<p><b>Financial Report – Robert Dobry, Scty/Treasurer</b></p> <p><b>Discussion on Website with new Legislation</b></p>	<p>Sales tax for this month is \$149,633.09 received. This month is usually the lowest of any month in the year, but still over 100% of last year's receipt from the previous year. The DOLA Caring for Colorado account has been closed and the money was moved in to the general account.</p> <p>With the new Colorado legislation regarding ADA accessibility and website requirements for governmental entities, Mr. Dobry asked Mr. Lovett if the District will have to create a separate website, instead of the existing page under the SHS website. There are challenges to ensure there is appropriate readability and font size with pdf's and recordings of all language. It was asked if it was required that MCHD have a website as a governmental entity? Mr. Lovett noted that the webpage is a</p>	<p>Mr. Lovett will research and provide additional information at the next meeting.</p>	<p>Mr. Lovett</p>

	posting location for meeting notifications and the Board will have to have an ADA policy.		
<b>Foundation Report – Gala Pock</b>	<p>The Foundation authorized \$410 for comfort items for Family Birthing Center. Additionally, a proposal from EMS on equipment is requesting grant funding that has 50% match. Amount needed is \$54k, of which, \$10k is already pledged from local retired physicians.</p> <p>Austan Koller, also on the Foundation Board was introduced to the Board, a member of the fundraising committee on the Foundation board. Dr. Aikin has identified a lot of donors that might be able to work with the foundation to develop a strategic plan. Getting the community involved in needs and ways that it benefits.</p> <p>Ms. Pock advised the Foundation is requesting so they can fund needs that SHS has. The development of the fundraising plan and program with foundation and board is moving forward.</p>	Mr. Theine advised that the Foundation and MCHD Board can expect a capital expenditures prioritization list soon, but is waiting for additional discussions with directors to prioritize. He is anticipating having this by late April or into May.	Mr. Theine
<b>Capital Infrastructure Committee Report – Brandon Johnson</b>	<p>Mr. Johnson reviewed the enclosed Mazzetti project details that had been signed by Mr. Johnson.</p> <p>Mr. Owens and Mr. Johnson reviewed the handout which provided detail on the bids received to begin the roofing project. The Capital Infrastructure Committee recommends the MCHD Board approves the Centimark bid as primary / Duralast is second recommend to board. Centimark references are being reviewed. Centimark has extensive experience with healthcare facilities and is an HPG vendor, so has discount on the totals. They offer a 25-year warranty. Payment terms are 1/3 at start of the job, then 30 days at job completion, and 30 days to install. With this coming up way under anticipated amount, looking at other infrastructure needs that we can address and complete within the next year or so. It is anticipated that work will begin this summer.</p>	<p>It was moved and seconded to approve the Centimark bid proposed, but increase the amount totaling \$560k, which includes a 10% contingency.</p> <p>MOTION: Robert Dobry SECOND: Sean Flaherty Motion carried.</p>	
<b>Attorney Report</b>	Mr. Lovett recommended the Board discuss having an Owner’s Representative for the roofing project as there is no General Contractor for this project; Mr. Dobry stated that this should be something MCHD funds fully. The Owners Rep would report to the District.	It was moved and seconded to put out a Request for Proposal for an Owner’s Representative for the Roofing Project previously approved.	

		MOTION: Sean Flaherty SECOND: Bill Thompson Motion carried.	
<b>Executive Session</b>	There was no board action to adjourn to executive session.		
<b>Adjournment</b>	Next meeting to take place April 10, 2024.	The Board adjourned the meeting at 7:23 pm. MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	

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Bridgett Jabour, MCHD Secretary

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Robert Dobry, Secretary/Treasurer